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Attorneys for Timothy J. Yoo,
Chapter 7 Trustee

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
LOS ANGELES DIVISION

In re:) Case No.: 2:17-BK-10900-ER
)
BLUE GLOBAL, LLC,) Chapter 7 Case
)
Debtor and Debtor in Possession.) Adversary Case No. _____
)
)
)

TIMOTHY J. YOO, CHAPTER 7 TRUSTEE,) COMPLAINT FOR: (1) AVOIDANCE
) AND RECOVERY OF PREFERENTIAL
Plaintiff,) TRANSFERS [11 U.S.C. §§ 547(b), 550(a),
v.) AND 551]; AND (2) DISALLOWANCE
) OF ANY CLAIMS HELD BY
SPHERE DIGITAL, LLC,) DEFENDANT [11 U.S.C. § 502(d)]
)
Defendant.)
)
)
)
)
)

Plaintiff Timothy J. Yoo, the Chapter 7 Trustee (the “Trustee” or “Plaintiff”) for the
bankruptcy estate of Blue Global, LLC (the “Debtor”), respectfully alleges as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 151,
157(b)(2)(A),(E), (K) and (O), and 1334.

1 Defendant within the ninety (90) days prior to the Petition Date. A true and correct copy of the
2 SOFA is attached as **Exhibit “2”** hereto.

3 10. The Trustee is informed and believes, and based thereon alleges that, prior to
4 receiving the Transfers, (i) Defendant provided goods and/or services to the Debtor or (ii) the
5 Debtor was otherwise indebted to Defendant. After such debts were created, the Debtor made
6 the Transfers on account of those obligations. As such, the Transfers were payments on account
7 of antecedent debts owed by the Debtor to Defendant.
8

9 11. The Trustee is informed and believes, and based thereon alleges, that the
10 Transfers were a transfer of an interest of the Debtor in property.

11 12. The Trustee is continuing his investigation to determine whether there may be
12 additional payments in addition to the Transfers (including the Additional Transfers), which
13 may have been made to Defendant that is subject to avoidance and recovery under the
14 Bankruptcy Code and the Trustee reserves all of his rights and claims in that regard.
15

16 **FIRST CLAIM FOR RELIEF**

17 [FOR AVOIDANCE OF PREFERENTIAL TRANSFERS – 11 U.S.C § 547]

18 13. The Trustee re-alleges and incorporates by this reference each and every
19 allegation set forth in paragraphs 1 through 12, inclusive, as though fully set forth herein.

20 14. The Transfers were of property interests of the Debtor.

21 15. The Transfers were made to or for the benefit of Defendant at a time in which
22 Defendant was creditor of the Debtor.
23

24 16. The Transfers were for or on account of antecedent debts owed by Debtor before
25 such Transfers were made.

26 17. The Transfers were made while Debtor was insolvent.
27
28

1 18. The Transfers enabled Defendant to receive more than Defendant would
2 otherwise receive if (a) the Debtor's bankruptcy case was a case under chapter 7 of the
3 Bankruptcy Code; (b) the Transfers had not been made; and (c) Defendant received payment of
4 such debt to the extent provided by the provisions of the Bankruptcy Code.

5 19. Each of the Transfers was made within ninety (90) days prior to the Petition
6 Date.

7 20. The Transfers may be avoided pursuant to 11 U.S.C. § 547(b).

8 21. The Trustee is entitled to an order and judgment under 11 U.S.C. § 547 that the
9 Transfers are avoided and recovered for the benefit of the Debtor's creditors.
10

11 **SECOND CLAIM FOR RELIEF**

12 [FOR RECOVERY OF PROPERTY - 11 U.S.C. §§ 550 and 551]

13 22. The Trustee re-alleges and incorporates by this reference each and every
14 allegation set forth in paragraphs 1 through 21, inclusive, as though fully set forth herein.

15 23. The Trustee is informed and believes and, based upon thereon alleges, that
16 Defendant is the initial transferee of the Transfers, or the entity for whose benefit the Transfers
17 were made, or is the immediate or mediate transferee of the initial transferee receiving such
18 Transfers.
19

20 24. Pursuant to 11 U.S.C. § 550(a), the Trustee is entitled to recover the Transfers,
21 together with interest thereon, as set forth above.

22 25. Pursuant to 11 U.S.C. § 551, the Trustee is entitled to preserve the Transfers for
23 the benefit of the Debtor's estate.
24

25 26. The Trustee is entitled to an order and judgment under 11 U.S.C. § 547 and 11
26 U.S.C. §§ 550 and 551 that the Transfers are avoided and recoverable, and preserved for the
27 benefit of the Debtor's estate.
28

THIRD CLAIM FOR RELIEF

[FOR DISALLOWANCE OF CLAIM - 11 U.S.C. § 502(d)]

27. The Trustee re-alleges and incorporates by this reference each and every allegation set forth in paragraphs 1 through 26, inclusive, as though fully set forth herein.

28. Defendant is an entity from which property is recoverable under 11 U.S.C. §§ 542, 543, 550 or 553, or Defendant received an avoidable transfer under 11 U.S.C. §§ 522(f), 522(h), 544, 545, 547, 548, 549, or 724(a).

29. Defendant has not paid the amount, or turned over any such property for which Defendant is liable under 11 U.S.C. §§ 522(i), 542, 543, 550, or 553 of the Bankruptcy Code.

30. Pursuant to 11 U.S.C. § 502(d), Defendant's claims, to the extent that Defendant asserts a claim or claims, should be disallowed.

PRAYER FOR RELIEF

WHEREFORE, the Trustee prays for a judgment on this Complaint, as it may be amended from time to time, as follows:

1. For avoidance of the Transfers;
2. For recovery from Defendant by the Trustee of the amount of the Transfers;
3. For disallowance of any claims asserted by, or scheduled for, Defendant.
4. For recovery of interest, costs, and attorneys' fees and expenses, to the extent recoverable under applicable law and the evidence submitted to the Bankruptcy Court; and
5. For such other and further relief as the Court deems just and proper.

DATED: August 25, 2017

LEVENE, NEALE, BENDER, YOO &
BRILL L.L.P.

By: /s/ Jeffrey S. Kwong
MONICA Y. KIM
JEFFREY S. KWONG
Attorneys for Plaintiff
Timothy J. Yoo, Chapter 7 Trustee

EXHIBIT "1"

Sphere Digital, LLC	2-Dec			Bank of AZ (x1393)	\$ 21,024.96	
	6-Dec			Bank of AZ (x1393)	\$ 43,201.96	
	9-Dec			Bank of AZ (x1393)	\$ 8,072.00	
	9-Dec			Bank of AZ (x1393)	\$ 17,960.59	
	13-Dec			Bank of AZ (x1393)	\$ 44,803.22	
	20-Dec			Bank of AZ (x1393)	\$ 18,741.66	
	23-Dec			Bank of AZ (x1393)	\$ 41,846.31	
	27-Dec			Bank of AZ (x1393)	\$ 17,553.89	
	1-Nov			Chase (x1165)	\$ 60,962.62	
	8-Nov			Chase (x1165)	\$ 72,597.17	
	10-Nov			Chase (x1165)	\$ 23,288.79	
	17-Nov			Chase (x1165)	\$ 83,869.96	
	22-Nov			Chase (x1165)	\$ 63,542.48	
	25-Nov			Chase (x1165)	\$ 24,062.68	
	1-Dec			Chase (x1165)	\$ 53,416.52	\$ 594,944.81

EXHIBIT "2"

Fill in this information to identify the case:Debtor name Blue Global, LLCUnited States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) _____

☐ Check if this is an amended filing**Official Form 207****Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

From the beginning of the fiscal year to filing date:

From 1/01/2017 to Filing Date

Sources of revenue

Check all that apply

☒ Operating a business

☐ Other _____

Gross revenue

(before deductions and exclusions)

\$260,290.47

For prior year:

From 1/01/2016 to 12/31/2016

☐ Operating a business

Gross Revenue; Net Operating Income:

☒ Other 1,811,396.49

\$20,799,194.98

For year before that:

From 1/01/2015 to 12/31/2015

☒ Operating a business

☐ Other _____

\$11,123,164.00

For the fiscal year:

From 1/01/2014 to 12/31/2014

☒ Operating a business

☐ Other _____

\$4,324,320.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from

each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

Debtor Blue Global, LLC

Case number (if known) _____

☐ None.

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Sphere Digital, LLC 500 N Michigan A #1540 Chicago, IL 60611	last 90 days	\$605,601.71	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.2. Zeta Ineteractive dba Spire Vision 1000 Wisconsin Ave, NW Ste 100 Washington, DC 20007	last 90 days	\$601,723.52	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other____
3.3. Automatic Data Processing (ADP) 7474 W. Chandler Blvd. Chandler, AZ 85226	last 90 days	\$536,306.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.4. Green Capital Funding One Evertrust Plaza, Ste 1401 Jersey City, NJ 07302	last 90 days	\$305,750.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.5. Global Agora DbA Union Square 429 Lenox Avenue 5th Floor Miami Beach, FL 33139	last 90 days	\$203,530.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.6. 4 Play Media LLC 3909 Hartzdale Drive, Ste 907 Camp Hill, PA 17011-7838	last 90 days	\$203,400.97	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.7. Soundside Holdings Inc 100 Northcliff Dr. #711. Gulf Breeze, FL 32562	last 90 days	\$141,509.05	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____

Debtor **Blue Global, LLC**

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.8. Natural Intelligence Lincoln St 20, Tel Aviv-Yafo, Israel	last 90 days	\$141,087.20	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.9. Proffiliates, Inc 50 California Street Suite 1500 San Francisco, CA 94111	last 90 days	\$122,700.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.10 Ad Practitioners, LLC 81-82 Street C, Ste 204 Dorado, PR 00646	last 90 days	\$122,614.77	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.11 Texas Email Company LLC 3715 Gamlin Bend Drive Houston, TX 77082	last 90 days	\$110,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.12 Comerica Bank 2321 Rosecrans Avenue, Suite 5000 El Segundo, CA 90245	last 90 days	\$93,885.13	<input type="checkbox"/> Secured debt <input checked="" type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other____
3.13 MaxBounty, Inc PO Box 17039 Ottawa ON K4A 4W8 Canada	last 90 days	\$84,984.08	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.14 Interlinx Media Corporation 8766 Holloway Dr . West Hollywood, CA 90069	last 90 days	\$83,293.90	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.15 American Express PO Box 981537 El Paso, TX 79998	last 90 days	\$81,313.26	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____

Debtor **Blue Global, LLC**

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.16 State of New York One State Street, 19th Floor New York, NY 10004	last 90 days	\$80,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other___
3.17 Luav LLC 12500 Fair Lakes Circle, Suite 130 Fairfax, VA 22033	last 90 days	\$72,002.17	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.18 Unique Funding Solutions 3 Hunting Quadrangle #407 Melville, NY 11747	last 90 days	\$69,194.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.19 PowerUp Lending 111 Great Neck Road, Ste 216 Great Neck, NY 11021	last 90 days	\$63,629.97	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.20 AdMediary 25876 The Old Road #227 Stevenson Ranch, CA 91381	last 90 days	\$55,586.60	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.21 TechMediaNetwork Inc 251 20th Street, 2nd Floor Ogden, UT 84401	last 90 days	\$52,255.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.22 Alliance Marketing Partners 10601 Tierrasanta BL G371 San Diego, CA 92124	last 90 days	\$49,261.22	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.23 Madrivo Media 3889 S. Easter Ave . Las Vegas, NV 89169	last 90 days	\$46,400.25	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___

Debtor **Blue Global, LLC**

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.24 Mantis Funding 64 Beaver Street, Ste 344 New York, NY 10004-2508	last 90 days	\$43,976.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other____
3.25 Data Monetization Services 6440 Lusk Blvd Ste D-211 San Diego, CA 92121	last 90 days	\$41,044.84	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.26 B Two Direct, LLC 100 Sterling Parkway Ste. 305 Mechanicsburg, PA 17050	last 90 days	\$39,300.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other____
3.27 Flex Marketing Group 2150 Broadway #7D New York, NY 10023	last 90 days	\$38,984.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other____
3.28 EIN Capital 160 Pearl Street, 5th FL New York, NY 10005	last 90 days	\$35,984.41	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.29 Rightful Software Pvt, Ltd B-11 INDIRA MARKET RAVISHANKAR NAGAR ARE COLONY BHOPAL MADHYA PRADESH 462001 INDIA	last 90 days	\$35,736.31	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.30 Dream Direct	last 90 days	\$35,400.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.31 Law Ofcs of Daniel Balsam 2601C Blanding Ave #271 Alameda, CA 94501	last 90 days	\$34,881.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other____

Debtor **Blue Global, LLC**

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.32 Iovation 111 SW 5th Avenue Ste 3200 Portland, OR 97204	last 90 days	\$333,750.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other___
3.33 Company Responder Inc "5348 Vegas Drive #789 Las Vegas, NV 89108	last 90 days	\$33,103.63	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.34 Blue Shield of California PO Box 272560 Chico, CA 95927	last 90 days	\$31,257.40	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.35 PowerUp Lending 111 Great Neck Road, Ste 216 Great Neck, NY 11021	last 90 days	\$28,450.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.36 LeadsMarket 21600 Oxnard St, Suite 1900 Woodland Hills, CA 91367	last 90 days	\$27,317.44	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.37 All Inbox, LLC 244 Fifth Ave. Suite 1923 New York, NY 10001	last 90 days	\$26,600.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.38 W4 LLC Dept LA 23609 Pasadena, CA 91185-3609	last 90 days	\$24,044.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.39 Seodev AB	last 90 days	\$22,200.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___

Debtor **Blue Global, LLC**

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.40 Rackspace PO Box 730759 Dallas, TX 75373-0759	last 90 days	\$20,099.15	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.41 Robinson Brog Leinwand Greene Genovese & Gluck P.C. 875 Third Ave, 9th FL New York, NY 10220-1230	last 90 days	\$19,997.50	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other____
3.42 Ace Funding Source, LLC 366 North Broadway, Ste 410 Jericho, NY 11753	last 90 days	\$19,950.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.43 Neverblue Media Company Mn 1221 Broad Street, Suite 303 Victoria BC V8W2A4 Canada	last 90 days	\$18,663.11	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.44 Diego Milano LLC	last 90 days	\$16,073.50	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other____
3.45 Pristine Media Group 4305 Windsor Centre Trail Suite 400 Flower Mound, TX 75028	last 90 days	\$14,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.46 Ellin and Tucker 400 E Pratt St, Suite 200 Baltimore, MD 21202	last 90 days	\$13,681.54	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____
3.47 GlobalWide Media 2945 Townsgate Road, #350 Westlake Village, CA 91361	last 90 days	\$13,608.75	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other____

Debtor **Blue Global, LLC**

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.48 Startervine aka Culture Connective LLC 5235 E Southern Ave. D106-157 Mesa, AZ 85206	last 90 days	\$13,515.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.49 Jennifer Schimmel	last 90 days	\$13,431.18	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.50 Offer Annex 2362 E Springfield Pl. Chandler, AZ 85286	last 90 days	\$12,527.36	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.51 Inbox Media LLC ATTN: Nguyen "599 S Barranca Ave Suite 212 Covina, CA 91723	last 90 days	\$11,701.20	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.52 Partnersedge Network	last 90 days	\$11,500.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.53 Monster Social Inc	last 90 days	\$11,400.24	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.54 Singerlewak 10960 Wilshire Blvd, 7th Floor Los Angeles, CA 90024	last 90 days	\$11,163.74	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.55 Us Bank Home Mortgage 4801 Frederica St Owensboro, KY 42301	last 90 days (on behalf of Chris Kay)	\$10,945.77	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___

Debtor **Blue Global, LLC**

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.56 Amobee 950 Tower Lane Suite 2000 Foster City, CA 94404	last 90 days	\$10,924.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.57 Accredited Debt Relief LLC 591 Camino De La Reina, Ste 818 San Diego, CA 92108	last 90 days	\$10,900.18	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.58 Guardian Life Insurance Comp	last 90 days	\$10,519.49	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.59 Media Space Marketing Inc 2172 W. Nine Mile Road #146 Pensacola, FL 32534	last 90 days	\$10,400.50	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.60 New Horizon Bus Svc Inc NHBS Attn Liz Roberts 1350 E Flamingo Rd #3329 Las Vegas, NV 89119	last 90 days	\$10,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.61 Moxie Communications 4054 Del Rey Ave. Unit 204 Marina Del Rey, CA 90292	last 90 days	\$9,100.12	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.62 Hallier & Lawrence, PLC 3216 N 3rd Street #300 Phoenix, AZ 85012	last 90 days; on behalf of Chris Kay	\$8,564.74	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.63 Jeffrey Gaia	last 90 days	\$8,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___

Debtor **Blue Global, LLC**

Case number (if known)

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.64 Cheryl Wadsworth	last 90 days	\$7,316.20	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.65 Blueprint Industries LLC 40 Broad St. 12A New York, NY 10004	last 90 days	\$7,300.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___
3.66 Kristen Wratten	last 90 days	\$6,891.69	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___

4. **Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. Christopher Kay 324 S Beverly Drive #708 Beverly Hills, CA 90212-1000 Manager/ 20% Member	last 90 days	\$925,799.39	Draws were used to pay consultants and suppliers, divorce, legal fees, living expenses, and personal expenses.
4.2. Paulina Kay 10422 McKinney Court San Diego, CA 92131 former spouse of Member Chris Kay	last 90 days	\$377,533.32	[Distributions of \$377,533.32, contributions of \$19,162.81]
4.3. Jason Kay 2246 N 14th Street Phoenix, AZ 85006-1719 Brother	last 12 months	\$40,250.00	Salary as a consultant.
4.4. Diego Milano LLC 615 South Dupont Highway Dover, DE 19901 Manager/Member has interest in this business	last 12 months	\$309,163.64	[\$309,163.64 in distributions; \$79,908.90 in contributions]
4.5. Fundia Inc 7302 East Helm Suite 2005 Scottsdale, AZ 85260 Manager/Member has interest in this business	last 12 months	\$81,214.03	[\$81,214.03 in distributions; \$1998.92 in contributions]

Debtor **Blue Global, LLC****5. Repossessions, foreclosures, and returns**

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

	Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1.	Hoon Chung et al v Blue Global LLC et al CGS15-549115	Collections	Superior Court, Cal. Cty. of San Francisco	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2.	Iovation v Blue Global 3:16-cv-00356-SI	Collections	Oregon Circuit Court for the County of Multnomah	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.3.	Silverstein v Blue Global BC636431	Collections	Superior Court of California, LA	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.4.	Cedric Brown v Blue Global, LLC; Blue Global Media, and Chris Kay CV 2016-005811	Collections	Superior Court of AZ, Maricopa Cty 1501 W. Washington, #411 Case#CV 2016-005811 Phoenix, AZ 85007	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

☒ None

Debtor **Blue Global, LLC**

Main Document Page 29 of 29

Case number (if known)

Recipient's name and address

Description of the gifts or contributions

Dates given

Value

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred

Amount of payments received for the loss

If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.

List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).

Dates of loss

Value of property lost

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.Who was paid or who received the transfer?
Address

If not money, describe any property transferred

Dates

Total amount or value

11.1. Bereliani Law Firm, PC
11400 W. Olympic Blvd, Suite 200
Los Angeles, CA 90064

December 30, 2016

\$7,750.00

Email or website address
sanaz@berelianilaw.com

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device

Describe any property transferred

Dates transfers were made

Total amount or value

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.Who received transfer?
Address

Description of property transferred or payments received or debts paid in exchange

Date transfer was made

Total amount or value

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Debtor **Blue Global, LLC**

Main Document Page 20 of 27

Case number (if known)

☒ Does not apply

Address

Dates of occupancy
From-To**Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services
the debtor providesIf debtor provides meals
and housing, number of
patients in debtor's care**Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**☐ No.☒ Yes. State the nature of the information collected and retained.**Lead generation; information was purged when database was closed.**

Does the debtor have a privacy policy about that information?

☐ No☒ Yes**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**☐ No. Go to Part 10.☒ Yes. Does the debtor serve as plan administrator?☐ No Go to Part 10.☒ Yes. Fill in below:

Name of plan

America's Best 401(k)

Employer identification number of the plan

EIN: **TO BE PROVIDED**

Has the plan been terminated?

☒ No☐ Yes☒ No Go to Part 10.☐ Yes. Fill in below:**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ NoneFinancial Institution name and
AddressLast 4 digits of
account numberType of account or
instrumentDate account was
closed, sold,
moved, or
transferredLast balance
before closing or
transfer

Debtor **Blue Global, LLC**

Case number (if known) _____

	Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	US Bank P.O. Box 5227 Cincinnati, OH 45201	XXXX-	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other ___	2016 - closed by the bank	\$0.00
18.2.	Chase Bank USA PO Box 15298 Wilmington, DE 19850	XXXX-1165	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other ___	2016 - closed by the bank	\$0.00
18.3.	Arizona Bank & Trust 2036 East Camelback Road Phoenix, AZ 85016	XXXX-	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other ___	2016 - opened but never used, closed.	\$0.00
18.4.	Comerica Bank 1717 Main Street Dallas, TX 75201	XXXX-8240	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other ___	December 2016	\$0.00

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
US Storage Centers 1201 E Cinnabar Avenue Phoenix, AZ 85020	Christopher Kay	Employee files for Blue Global & Inventory from Christopher Kay's business - Diego Milano.	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

Debtor **Blue Global, LLC**

Case number (if known)

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None**Part 12: Details About Environment Information**

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.	Dates business existed
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Debtor **Blue Global, LLC**

Case number (if known)

Business name address**Describe the nature of the business****Employer Identification number**

Do not include Social Security number or ITIN.

Dates business existed25.1. **Acquisition Media**

Business purpose was to hold intellectual property but instead business assets were transferred to Adpath LLC (holding company). In 2014, when Blue Global had the ESOP, assets were transferred to Blue Global. No further interest in the business or ties to Acquisition Media after 2013.

EIN: **27-2699598**From-To **2013**

25.2. **Adpath, LLC**
7302 East Helm, Suite 2005
Scottsdale, AZ 85260

Holding company; Blue Global had a 50% interest in this business. Held intellectual property for Blue Global in 2013-2014 until transfer to Blue Global, before the company ESOP.

EIN: **47-1113539**From-To **2014-2015****26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None**Name and address****Date of service****From-To**

26a.1. **Squar Milner LLP**
Attn: Shashi Mirpuri/Grace Shirvani
15760 Ventura Blvd, Ste 1100
Encino, CA 91436

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☒ None**Name and address**

If any books of account and records are
unavailable, explain why

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None**Name and address**

26d.1. **Squar Milner LLP**
4100 Newport Place #600
Newport Beach, CA 92660

26d.2. **Comerica Bank**
Attn: Laura H Alfaro, VP
2321 Rosecrans Ave, Ste 5000
El Segundo, CA 90245

26d.3. **Robinson Brog Leinwand**
Greene Genovese & Gluck P.C.
875 Third Ave, 9th FL
NY 10220-1230

Debtor **Blue Global, LLC****Name and address**

26d.4. **Jeffrey P Gaia**
5610 E Sanna Street
Paradise Valley, AZ 85253

26d.5. **B2B CFO**
ATTN: Brian Rowland
PO Box 5131
Scottsdale, AZ 85261

26d.6. **Cristina St. Clair/Jim Wessel**
The Private Bank at Bank of Arizona
16767 N Perimeter Drive, Ste 200
Scottsdale, AZ 85260

26d.7. **US Bank**
Attn: Julie Siemieniec
Private Client Group
9719 N Hayden Road
Scottsdale, AZ 85258

26d.8. **Wilmington Trust, NA**
Attn: Ginny Machamer, VP
1100 North Market Street
Wilmington, DE 19890-0001

26d.9. **World Business Lenders**
Attn: Janet Perez, Finance Sales Mgr
3090 Bristol Street, Ste 160
Costa Mesa, CA 92626

26d.10. **Entrepreneur Growth Capital**
Attn: Todd Sherer
505 Park Ave
New York, NY 10022

26d.11. **Comerica Bank**
Attn: Steve Richins/Nancy Meinke
3200 E Camelback Road, Ste 150
Phoenix, AZ 85018

26d.12. **Comerica Bank**
Attn: Gail Rogers
3200 East Camelback Road, Ste 150
Phoenix, AZ 85018

26d.13. **Offices of Michael R Boulger, CPA, APC**
Attn: Michael Boulge / My Luong
4747 Morena Blvd, Ste 250
San Diego, CA 92117

26d.14. **JOE? NEED CONTACT INFO**

26d.15. **Ellin and Tucker**
400 E Pratt St, Suite 200
Baltimore, MD 21202

26d.16. **CSG Partners**
Attn: Alex Mumblat
238 South Ridgewood Road #450
Greenbrae, CA 94904

Debtor **Blue Global, LLC**

Case number (if known)

Name and address

26d.17. **Venable, LLP**
575 Seventh Street NW
Washington, DC 20004

26d.18. **Law Offices of Robert E Lesser LLC**
7200 Highway 278 NE, Ste 205
Covington, GA 30014

26d.19. **Funding Strategy Partners**
Attn: Dan Page
18 S State Street #4
Newtown, PA 18940

26d.20. **Capital Westins**
Attn: Liz Bikos
7328 E Stetson Drive
Scottsdale, AZ 85251

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- ☒ No
☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Christopher Kay	324 S Beverly Drive #708 Beverly Hills, CA 90212	Manager	20
Blue Global ESOP			80%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
☐ Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No
☐ Yes. Identify below.

Name and address of recipient

Amount of money or description and value of property

Dates

Reason for providing the value

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Debtor Blue Global, LLC

Case number (if known) _____

Name of the parent corporation

Employer Identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 25, 2017/s/ Christopher Kim Kay

Signature of individual signing on behalf of the debtor

Christopher Kim Kay

Printed name

Position or relationship to debtor ManagerAre additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☒ No
☐ Yes

B1040 (FORM 1040) (12/15)

ADVERSARY PROCEEDING COVER SHEET (Instructions on Reverse)		ADVERSARY PROCEEDING NUMBER (Court Use Only)
PLAINTIFF(S) TIMOTHY J. YOO, CHAPTER 7 TRUSTEE	DEFENDANT(S) SPHERE DIGITAL, LLC	
ATTORNEYS (Firm Name, Address, and Telephone No.) MONICA Y. KIM (State Bar No. 180139) JEFFREY S. KWONG (State Bar No. 288239) LEVENE, NEALE, BENDER, YOO & BRILL L.L.P. 10250 Constellation Boulevard, Suite 1700 Los Angeles, CA 90067 Email: MYK@LNBYB.COM; JSK@LNBYB.COM Attorneys for Timothy J. Yoo, Chapter 7 Trustee Telephone: (310) 229-1234; Facsimile: (310) 229-1244	ATTORNEYS (If Known)	
PARTY (Check One Box Only) <input type="checkbox"/> Debtor <input type="checkbox"/> U.S. Trustee/Bankruptcy Admin <input type="checkbox"/> Creditor <input type="checkbox"/> Other <input checked="" type="checkbox"/> Trustee	PARTY (Check One Box Only) <input type="checkbox"/> Debtor <input type="checkbox"/> U.S. Trustee/Bankruptcy Admin <input type="checkbox"/> Creditor <input checked="" type="checkbox"/> Other <input type="checkbox"/> Trustee	
CAUSE OF ACTION (WRITE A BRIEF STATEMENT OF CAUSE OF ACTION, INCLUDING ALL U.S. STATUTES INVOLVED) COMPLAINT FOR: (1) AVOIDANCE AND RECOVERY OF PREFERENTIAL TRANSFERS [11 U.S.C. §§ 547(b), 550(a), AND 551]; AND (2) DISALLOWANCE OF ANY CLAIMS HELD BY DEFENDANT [11 U.S.C. § 502(d)]		
NATURE OF SUIT (Number up to five (5) boxes starting with the lead cause of action as 1, first alternative cause as 2, second alternative cause as 3, etc.)		
FRBP 7001(1) – Recovery of Money/Property <input type="checkbox"/> 11-Recovery of money/property - §542 turnover of property <input checked="" type="checkbox"/> 12-Recovery of money/property - §547 preference <input type="checkbox"/> 13-Recovery of money/property - §548 fraudulent transfer <input checked="" type="checkbox"/> 14-Recovery of money/property - other FRBP 7001(2) – Validity, Priority or Extent of Lien <input type="checkbox"/> 21-Validity, priority or extent of lien or other interest in property FRBP 7001(3) – Approval of Sale of Property <input type="checkbox"/> 31-Approval of sale of property of estate and of a co-owner - §363(h) FRBP 7001(4) – Objection/Revocation of Discharge <input type="checkbox"/> 41-Objection / revocation of discharge - §727(c),(d),(e) FRBP 7001(5) – Revocation of Confirmation <input type="checkbox"/> 51-Revocation of confirmation FRBP 7001(6) – Dischargeability <input type="checkbox"/> 66-Dischargeability - §523(a)(1),(14),(14A) priority tax claims <input type="checkbox"/> 62-Dischargeability - §523(a)(2), false pretenses, false representation, actual fraud <input type="checkbox"/> 67-Dischargeability - §523(a)(4), fraud as fiduciary, embezzlement, larceny <div style="text-align: right;">(continued next column)</div>	FRBP 7001(6) – Dischargeability (continued) <input type="checkbox"/> 61-Dischargeability - §523(a)(5), domestic support <input type="checkbox"/> 68-Dischargeability - §523(a)(6), willful and malicious injury <input type="checkbox"/> 63-Dischargeability - §523(a)(8), student loan <input type="checkbox"/> 64-Dischargeability - §523(a)(15), divorce or separation obligation (other than domestic support) <input type="checkbox"/> 65-Dischargeability - other FRBP 7001(7) – Injunctive Relief <input type="checkbox"/> 71-Injunctive relief – imposition of stay <input type="checkbox"/> 72-Injunctive relief – other FRBP 7001(8) Subordination of Claim or Interest <input type="checkbox"/> 81-Subordination of claim or interest FRBP 7001(9) Declaratory Judgment <input type="checkbox"/> 91-Declaratory judgment FRBP 7001(10) Determination of Removed Action <input type="checkbox"/> 01-Determination of removed claim or cause Other: VIOLATION OF THE AUTOMATIC STAY (11 U.S.C. § 362) <input type="checkbox"/> SS-SIPA Case – 15 U.S.C. §§78aaa <i>et seq.</i> <input type="checkbox"/> 02-Other (e.g. other actions that would have been brought in state court if unrelated to bankruptcy case)	
<input type="checkbox"/> Check if this case involves a substantive issue of state law <input type="checkbox"/> Check if a jury trial is demanded in complaint	<input type="checkbox"/> Check if this is asserted to be a class action under FRCP 23 Demand \$594,944.81	
Other Relief Sought: For recovery of interest, costs, and attorneys' fees and expenses, to the extent recoverable under applicable law and the evidence submitted to the Bankruptcy Court		

B1040 (FORM 1040) (12/15)

BANKRUPTCY CASE IN WHICH THIS ADVERSARY PROCEEDING ARISES		
NAME OF DEBTOR BLUE GLOBAL, LLC		BANKRUPTCY CASE NO. 2:17-BK-10900-ER
DISTRICT IN WHICH CASE IS PENDING CENTRAL	DIVISIONAL OFFICE LOS ANGELES DIVISION	NAME OF JUDGE THE HON. ERNEST M. ROBLES
RELATED ADVERSARY PROCEEDING (IF ANY)		
PLAINTIFF	DEFENDANT	ADVERSARY PROCEEDING NO.
DISTRICT IN WHICH ADVERSARY IS PENDING	DIVISIONAL OFFICE	NAME OF JUDGE
SIGNATURE OF ATTORNEY (OR PLAINTIFF) <i>/s/ Jeffrey S. Kwong</i>		
DATE August 24, 2017	PRINT NAME OF ATTORNEY (OR PLAINTIFF) Jeffrey S. Kwong	

INSTRUCTIONS

The filing of a bankruptcy case creates an "estate" under the jurisdiction of the bankruptcy court which consists of all of the property of the debtor, wherever that property is located. Because the bankruptcy estate is so extensive and the jurisdiction of the court so broad, there may be lawsuits over the property or property rights of the estate. There also may be lawsuits concerning the debtor's discharge. If such a lawsuit is filed in a bankruptcy court, it is called an adversary proceeding.

A party filing an adversary proceeding must also must complete and file Form104, the Adversary Proceeding Cover Sheet, unless the party files the adversary proceeding electronically through the court's Case Management/Electronic Case Filing system (CM/ECF). (CM/ECF captures the information on Form 104 as part of the filing process.) When completed, the cover sheet summarizes basic information on the adversary proceeding. The clerk of court needs the information to process the adversary proceeding and prepare required statistical reports on court activity.

The cover sheet and the information contained on it do not replace or supplement the filing and service of pleadings or other papers as required by law, the Bankruptcy Rules, or the local rules of court. The cover sheet, which is largely self-explanatory, must be completed by the plaintiff's attorney (or by the plaintiff if the plaintiff is not represented by an attorney). A separate cover sheet must be submitted to the clerk for each complaint filed.

Parties and Defendants. Give the names of the parties to the adversary proceeding exactly as they appear on the complaint.

Attorneys. Give the names and addresses of the attorneys if known.

Demand. Enter the dollar amount being demanded in the complaint.

Signature. This cover sheet must be signed by the attorney of record in the box on the second page of the form. If the plaintiff is represented by a law firm, a member of the firm must sign. If the plaintiff is pro se, that is, not presented by an attorney, the plaintiff must sign.